

FNB CORP/FL/  
Form 8-K  
July 23, 2013

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

July 17, 2013

F.N.B. Corporation

(Exact name of registrant as specified in its charter)

Florida

001-31940

25-1255406

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

One F.N.B. Boulevard, Hermitage,  
Pennsylvania

16148

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

724-981-6000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On July 17, 2013, the Board of Directors of F.N.B. Corporation (the Corporation) elected David L. Motley as a new member of the Board. His term as a director will commence on August 15, 2013. Mr. Motley has not yet been named to serve on any committees of the Board.

There are no arrangements or understandings between Mr. Motley and any other person, pursuant to which Mr. Motley was elected as a director. There are no relationships or transactions involving Mr. Motley and the Corporation which would be required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Mr. Motley will receive compensation as a non-employee director in accordance with the Corporation's non-employee director compensation practices and plans described in the Corporation's proxy statement for its 2013 Annual Meeting of Shareholders, which was filed with the Securities and Exchange Commission on April 3, 2013. In general, non-employee directors receive an annual retainer fee and stock awards and employee directors receive stock awards, but not a retainer fee.

A copy of the Corporation's press release announcing the election of Mr. Motley to its Board of Directors is attached to this report as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

99.1 Press Release dated July 23, 2013 announcing the appointment of David L. Motley to the F.N.B. Corporation Board of Directors effective August 15, 2013.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

F.N.B. Corporation

*July 23, 2013*

By: *Vincent J. Calabrese, Jr.*

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*Name: Vincent J. Calabrese, Jr.*

*Title: Chief Financial Officer*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release dated July 23, 2013 announcing the appointment of David L. Motley to the F.N.B. Corporation Board of Directors effective August 15, 2013